

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

STEPHEN GRAY, individually and on
behalf of all others similarly situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE,
THE PLANS ADMINISTRATIVE
COMMITTEE OF CITIGROUP INC.,
THE 401(k) INVESTMENT
COMMITTEE, and JOHN DOES 1 - 20,

Defendants.

Civil Action No: 07 Civ. 9790 (SHS)

**MOTION FOR ADMISSION OF
MARK KINDALL PRO HAC VICE**

FILED
U.S. DISTRICT COURT
S.D. OF N.Y.
2008 JAN 17 PM 11:26

SHAUN ROSE, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE,
THE PLANS ADMINISTRATIVE
COMMITTEE OF CITIGROUP INC.,
THE 401(k) INVESTMENT
COMMITTEE, and JOHN DOES 1 - 10,

Defendants.

Civil Action No: 07 Civ. 10294 (DC)

MEREDITH TRANBERG, individually
and on behalf of all others similarly situated

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE,
THE PLANS ADMINISTRATIVE
COMMITTEE OF CITIGROUP INC.,
THE 401(k) INVESTMENT
COMMITTEE, and JOHN DOES 1 - 20,

Defendants.

Civil Action No: 07 Civ. 10341 (UA)

JAN 17 2008

#638534 825-1

-----X
 ANTON RAPPOLD, individually and on :
 behalf of all others similarly situated, :

Plaintiff, :

v. :

Civil Action No: 07 Civ. 10396 (UA)

CITIGROUP INC., CITIBANK, N.A., :
 CHARLES PRINCE, THE PLANS :
 ADMINISTRATIVE COMMITTEE OF :
 CITIGROUP INC., THE 401(k) :
 INVESTMENT COMMITTEE, and JOHN :
 and JANE DOES 1 - 10, :

Defendants. :

-----X
 SAMIER TADROS, on Behalf of All :
 Others Similarly Situated, :

Plaintiff, :

v. :

Civil Action No: 07 Civ. 10442 (UA)

CITIGROUP INC., CHARLES O. :
 PRINCE, C. MICHAEL ARMSTRONG, :
 ALAIN J.P. BELDA, GEORGE DAVID, :
 KENNETH T. DERR, JOHN M. DEUTCH, :
 ROBERTO HERNANDEZ RAMIREZ, :
 ANN DIBBLE JORDAN, KLAUS :
 KLEINFELD, ANDREW N. LIVERIS, :
 ANNE MULCAHY, RICHARD D. :
 PARSONS, JUDITH RODIN, ROBERT E. :
 RUBIN, ROBERT E. RUBIN, FRANKLIN :
 A. THOMAS, JOHN DOES 1-20 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE PLANS ADMINISTRATIVE :
 COMMITTEE OF CITIGROUP INC.) :
 and JOHN DOES 21-40 (BEING :
 CURRENT AND FORMER MEMBERS :
 OF THE INVESTMENT COMMITTEE :
 OF THE CITIGROUP INC. 401(K) PLAN), :

Defendants. :

-----X

-----X		
STEPHAN FIORINO, individually and on	:	
behalf of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10458 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20, :	:	
	:	
Defendants.	:	

-----X		
JAMES BOLLA, individually and on behalf	:	
of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10461 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20,	:	
	:	
Defendants.	:	

-----X		
MARK GEROULO, individually, on behalf	:	
of the CITIGROUP 401(k) Plan, the	:	
CITIBUILDER 401 (K) PLAN FOR	:	
PUERTO RICO, and all others similarly,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10472 (UA)
v.	:	
	:	
CITIGROUP, INC., CITIBANK, N.A.,	:	
THE PLAN ADMINISTRATIVE	:	
COMMITTEE OF CITIGROUP, INC.,	:	
MICHAEL E. SCHLEIN, JOHN DOES	:	
1-10, THE CITIGROUP 401(k) PLAN	:	
INVESTMENT COMMITTEE and JOHN	:	

DOES 10-20, C. MICHAEL :
ARMSTRONG, ALAN J.P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ, ANN DIBBLE JORDAN, :
ANDREW N. LIVERIS, DUDLEY C. :
MECUM, ANNE M. MULCAHY, :
RICHARD D. PARSONS, ANDRALL E. :
PEARSON, CHARLES PRINCE, JUDITH :
RODIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, SANFORD I. WEILL, :
: :
Defendants. :
-----X

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, I, William Bernarduci, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of Mark Kindall. Mr. Kindall's address is:

Schatz Nobel, Izard, P.C.
20 Church Street, Suite 1700
Hartford, Connecticut 06103
Phone Number: (860) 493 6292
Fax Number: (860) 493 6292
mkindall@snilaw.com

Mark Kindall is a member in good standing of the Bar of the State of Connecticut. He was admitted to the Connecticut bar on October 17, 1994. Attached hereto as Exhibit A is a Certificate of Good Standing. Mr. Kindall has subsequently been admitted to practice in the following courts:

- a. United States District Court for the District of Connecticut (1994);
- b. All Courts of the State of California (1988);
- c. United States District Court for the District of Columbia
- d. United States District Court for the Southern District of New York (1998);
- e. United States District Court for the Eastern District of New York (1998);
- f. United States District Court for the Northern District of New York (1998);

- g. United States Court of Appeals for the District of Columbia Circuit
(2001);
- h. United States Court of Appeals for the Second Circuit (2000);
- i. United States Supreme Court (2000);
- j. United States Court of Appeals for the Second Circuit (2000)
- k. United States District Court for the Southern District of California (2005);
- l. United States District Court for the Northern District of California (2005);
- m. United States District Court for the Central District of California (2005);
- n. United States Court of Appeals for the Ninth Circuit (2006)

Dated: January 16, 2008

Respectfully submitted,

SCHATZ NOBEL IZARD, P.C.



William Bernarduci (WB 5785)
20 Church Street, Suite 1700
Hartford, Connecticut 06103
Phone Number: (860) 493 6292
Fax Number: (860) 493 6292



State of Connecticut
Supreme Court

*I, **Michèle T. Angers**, Chief Clerk of the Supreme Court of the State of Connecticut and keeper of the Seal thereof,*

*Do hereby certify that, in the Superior Court at **Hartford**,
on the **seventeenth**, day of **October**,
1994,*

Mark Peter Kindall

of

West Hartford, Connecticut

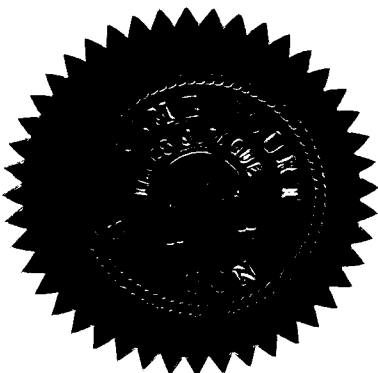
having been examined and found duly qualified, was sworn as an attorney and admitted to practice before all the courts of this state, and that said attorney is a member in good standing of the Bar of this State pursuant to Practice Book §2-65.

*In Testimony Whereof, I have hereunto set my hand and affix
the Seal of the Supreme Court of the State of Connecticut, at
Hartford, this **sixteenth** day of
January, 20 **08**.*

A handwritten signature in cursive script, reading "Michèle T. Angers".

Michèle T. Angers

Chief Clerk



CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 16th day of January 2007, a copy of the foregoing was served by U.S. Mail, postage pre-paid, to the counsel of record on the attached service list. Parties may also access this filing through the Court's system.

A handwritten signature in cursive script, reading "Nancy A. Kulesa", written in black ink. The signature is fluid and stylized, with a horizontal line underneath it.

Nancy A. Kulesa

**CITIGROUP ERISA LITIGATION
SERVICE LIST**

Counsel For Defendants:

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Fax: (212) 403-2000

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al.

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(07cv10442-SHS)

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(07cv10461-UA)

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Fax: (212) 371-5969

Attorneys for Plaintiff Anton Rappold
(07cv10396-UA)

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Tel: (212) 308-5858

Attorneys for Plaintiff Meredith Tranberg
(07cv10341-UA)

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F: 212-918-7967

Attorneys for Plaintiff Mark Geroulo
(07cv10472-UA)

Milo Silberstein
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225 Broadway, Suite 1405
New York, New York 10007
T: (212) 385-0066

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
STEPHEN GRAY, individually and on :
behalf of all others similarly situated, :

Plaintiff, :

v. :

CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :

Defendants. :

Civil Action No: 07 Civ. 9790 (SHS)

**DECLARATION OF WILLIAM
BERNARDUCI IN SUPPORT OF
MOTION FOR ADMISSION OF
MARK KINDALL PRO HAC VICE**

-----X
SHAUN ROSE, Individually and On :
Behalf of All Others Similarly Situated, :

Plaintiff, :

v. :

CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 10, :

Defendants. :

Civil Action No: 07 Civ. 10294 (DC)

FILED
U.S. DISTRICT COURT
2008 JAN 17 AM 11:26
S.D. OF N.Y.

-----X
MEREDITH TRANBERG, individually :
and on behalf of all others similarly situated :

Plaintiff, :

v. :

CITIGROUP INC., CHARLES PRINCE, :
THE PLANS ADMINISTRATIVE :
COMMITTEE OF CITIGROUP INC., :
THE 401(k) INVESTMENT :
COMMITTEE, and JOHN DOES 1 - 20, :

Defendants. :

Civil Action No: 07 Civ. 10341 (UA)

-----X

-----X		
ANTON RAPPOLD, individually and on	:	
behalf of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10396 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK, N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and JOHN	:	
and JANE DOES 1 - 10,	:	
	:	
Defendants.	:	

-----X		
SAMIER TADROS, on Behalf of All	:	
Others Similarly Situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10442 (UA)
v.	:	
	:	
CITIGROUP INC., CHARLES O.	:	
PRINCE, C. MICHAEL ARMSTRONG,	:	
ALAIN J.P. BELDA, GEORGE DAVID,	:	
KENNETH T. DERR, JOHN M. DEUTCH,	:	
ROBERTO HERNANDEZ RAMIREZ,	:	
ANN DIBBLE JORDAN, KLAUS	:	
KLEINFELD, ANDREW N. LIVERIS,	:	
ANNE MULCAHY, RICHARD D.	:	
PARSONS, JUDITH RODIN, ROBERT E.	:	
RUBIN, ROBERT E. RUBIN, FRANKLIN	:	
A. THOMAS, JOHN DOES 1-20 (BEING	:	
CURRENT AND FORMER MEMBERS	:	
OF THE PLANS ADMINISTRATIVE	:	
COMMITTEE OF CITIGROUP INC.)	:	
and JOHN DOES 21-40 (BEING	:	
CURRENT AND FORMER MEMBERS	:	
OF THE INVESTMENT COMMITTEE	:	
OF THE CITIGROUP INC. 401(K) PLAN),	:	
	:	
Defendants.	:	
-----X		

-----X		
STEPHAN FIORINO, individually and on	:	
behalf of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10458 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20, :	:	
	:	
Defendants.	:	

-----X		
JAMES BOLLA, individually and on behalf	:	
of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10461 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20,	:	
	:	
Defendants.	:	

-----X		
MARK GEROULO, individually, on behalf	:	
of the CITIGROUP 401(k) Plan, the	:	
CITIBUILDER 401 (K) PLAN FOR	:	
PUERTO RICO, and all others similarly,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10472 (UA)
v.	:	
	:	
CITIGROUP, INC., CITIBANK, N.A.,	:	
THE PLAN ADMINISTRATIVE	:	
COMMITTEE OF CITIGROUP, INC.,	:	
MICHAEL E. SCHLEIN, JOHN DOES	:	
1-10, THE CITIGROUP 401(k) PLAN	:	
INVESTMENT COMMITTEE and JOHN	:	

DOES 10-20, C. MICHAEL :
ARMSTRONG, ALAN J.P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ, ANN DIBBLE JORDAN, :
ANDREW N. LIVERIS, DUDLEY C. :
MECUM, ANNE M. MULCAHY, :
RICHARD D. PARSONS, ANDRALL E. :
PEARSON, CHARLES PRINCE, JUDITH :
RODIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, SANFORD I. WEILL, :
: :
Defendants. :

-----X

I, William Bernarduci, hereby declare as follows:

1. I am an attorney at Schatz Nobel Izard, P.C., counsel for Plaintiff, Shaun Rose, in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Plaintiff's motion to admit Mark Kindall as counsel pro hac vice to represent Plaintiff in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in New York on November 24, 1997. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Mark Kindall since 2005.

4. Mr. Kindall is a partner at Schatz Nobel Izard, P.C., in Hartford, Connecticut.

5. I have found Mr. Kindall to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Mark Kindall pro hac vice.

7. I respectfully submit a proposed order granting the admission of Mark Kindall, pro

hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Mark Kindall pro hac vice, to represent Plaintiff in the above captioned matter, be granted.

Dated: January 16, 2008

A handwritten signature in black ink, appearing to read 'William Bernarduci', written over a horizontal line.

William Bernarduci (WB 5785)
20 Church Street, Suite 1700
Hartford, Connecticut 06103
Phone Number: (860) 493 6292
Fax Number: (860) 493 6292

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
STEPHEN GRAY, individually and on	:
behalf of all others similarly situated,	:
	:
Plaintiff,	:
v.	:
	:
CITIGROUP INC., CHARLES PRINCE,	:
THE PLANS ADMINISTRATIVE	:
COMMITTEE OF CITIGROUP INC.,	:
THE 401(k) INVESTMENT	:
COMMITTEE, and JOHN DOES 1 - 20,	:
	:
Defendants.	:
-----X	
SHAUN ROSE, Individually and On	:
Behalf of All Others Similarly Situated,	:
	:
Plaintiff,	:
v.	:
	:
CITIGROUP INC., CHARLES PRINCE,	:
THE PLANS ADMINISTRATIVE	:
COMMITTEE OF CITIGROUP INC.,	:
THE 401(k) INVESTMENT	:
COMMITTEE, and JOHN DOES 1 - 10,	:
	:
Defendants.	:
-----X	
MEREDITH TRANBERG, individually	:
and on behalf of all others similarly situated	:
	:
Plaintiff,	:
v.	:
	:
CITIGROUP INC., CHARLES PRINCE,	:
THE PLANS ADMINISTRATIVE	:
COMMITTEE OF CITIGROUP INC.,	:
THE 401(k) INVESTMENT	:
COMMITTEE, and JOHN DOES 1 - 20,	:
Defendants.	:
-----X	

Civil Action No: 07 Civ. 9790 (SHS)

**[PROPOSED] ORDER ADMITTING
MARK KINDALL PRO HAC VICE**

Civil Action No: 07 Civ. 10294 (DC)

Civil Action No: 07 Civ. 10341 (UA)

-----X		
ANTON RAPPOLD, individually and on	:	
behalf of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10396 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK, N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and JOHN	:	
and JANE DOES 1 - 10,	:	
	:	
Defendants.	:	
-----X		

SAMIER TADROS, on Behalf of All	:	
Others Similarly Situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10442 (UA)
v.	:	
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CITIGROUP INC., CHARLES O.	:	
PRINCE, C. MICHAEL ARMSTRONG,	:	
ALAIN J.P. BELDA, GEORGE DAVID,	:	
KENNETH T. DERR, JOHN M. DEUTCH,	:	
ROBERTO HERNANDEZ RAMIREZ,	:	
ANN DIBBLE JORDAN, KLAUS	:	
KLEINFELD, ANDREW N. LIVERIS,	:	
ANNE MULCAHY, RICHARD D.	:	
PARSONS, JUDITH RODIN, ROBERT E.	:	
RUBIN, ROBERT E. RUBIN, FRANKLIN	:	
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CURRENT AND FORMER MEMBERS	:	
OF THE PLANS ADMINISTRATIVE	:	
COMMITTEE OF CITIGROUP INC.)	:	
and JOHN DOES 21-40 (BEING	:	
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OF THE INVESTMENT COMMITTEE	:	
OF THE CITIGROUP INC. 401(K) PLAN),	:	
	:	
Defendants.	:	
-----X		

-----X		
STEPHAN FIORINO, individually and on	:	
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	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10458 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20, :	:	
	:	
Defendants.	:	

-----X		
JAMES BOLLA, individually and on behalf	:	
of all others similarly situated,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10461 (UA)
v.	:	
	:	
CITIGROUP INC., CITIBANK N.A.,	:	
CHARLES PRINCE, THE PLANS	:	
ADMINISTRATIVE COMMITTEE OF	:	
CITIGROUP INC., THE 401(k)	:	
INVESTMENT COMMITTEE, and	:	
JOHN DOES 1 - 20,	:	
	:	
Defendants.	:	

-----X		
MARK GEROULO, individually, on behalf	:	
of the CITIGROUP 401(k) Plan, the	:	
CITIBUILDER 401 (K) PLAN FOR	:	
PUERTO RICO, and all others similarly,	:	
	:	
Plaintiff,	:	Civil Action No: 07 Civ. 10472 (UA)
v.	:	
	:	
CITIGROUP, INC., CITIBANK, N.A.,	:	
THE PLAN ADMINISTRATIVE	:	
COMMITTEE OF CITIGROUP, INC.,	:	
MICHAEL E. SCHLEIN, JOHN DOES	:	
1-10, THE CITIGROUP 401(k) PLAN	:	
INVESTMENT COMMITTEE and JOHN	:	

DOES 10-20, C. MICHAEL :
ARMSTRONG, ALAN J.P. BELDA, :
GEORGE DAVID, KENNETH T. DERR, :
JOHN M. DEUTCH, ROBERTO :
HERNANDEZ, ANN DIBBLE JORDAN, :
ANDREW N. LIVERIS, DUDLEY C. :
MECUM, ANNE M. MULCAHY, :
RICHARD D. PARSONS, ANDRALL E. :
PEARSON, CHARLES PRINCE, JUDITH :
RODIN, ROBERT E. RUBIN, FRANKLIN :
A. THOMAS, SANFORD I. WEILL, :
: :
Defendants. :

-----X

Upon the motion of attorney William Bernarduci for admission of Mark Kindall pro hac vice,
and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Mark Kindall
20 Church Street, Suite 1700
Hartford, Connecticut 06103
Phone Number: (860) 493 6292
Fax Number: (860) 493 6292

is admitted to practice pro hac vice as counsel for in the above captioned case in the United States

District Court for the Southern District of New York.

Dated: _____

Sidney Stein United States District Judge

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 16th day of January 2007, a copy of the foregoing was served by U.S. Mail, postage pre-paid, to the counsel of record on the attached service list. Parties may also access this filing through the Court's system.

A handwritten signature in cursive script, reading "Nancy A. Kulesa", written in black ink. The signature is fluid and stylized, with a long horizontal flourish extending to the right.

Nancy A. Kulesa

**CITIGROUP ERISA LITIGATION
SERVICE LIST**

Counsel For Defendants:

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Bradley R. Wilson, Esq.
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Tel: (212) 403-1000
Fax: (212) 403-2000

Attorneys for Defendants Citigroup, Inc., et
al.

Counsel for Plaintiffs:

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Jeffrey M. Norton, Esq.
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Fax: (212) 753-3630

Attorneys for Plaintiff Samier Tadros
(07cv10442-SHS)

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Tel: (215) 481-0273

Attorneys for Plaintiff James Bolla
(07cv10461-UA)

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Attorneys for Plaintiff Anton Rappold
(07cv10396-UA)

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Tel: (212) 308-5858

Attorneys for Plaintiff Meredith Tranberg
(07cv10341-UA)

Ronen Sarraf (RS 7694)
Joseph Gentile
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New York, New York 10018
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F: 212-918-7967

Attorneys for Plaintiff Mark Geroulo
(07cv10472-UA)

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New York, New York 10007
T: (212) 385-0066